

Exhibit B

Chida, Zohaib

From: Moskowitz, Elliot
Sent: Friday, December 30, 2022 5:05 PM
To: Owen, Brent R.; Haverstick, Rebecca W.; Kinel, Norman N.
Cc: Resnick, Brian M.; McRoberts, Travis; Chida, Zohaib; Saney, Michelle N.
Subject: RE: In re: Phoenix Services Topco, LLC, Case No. 22-10906

Brent,

Thank you for responding to my email from last week. Here are my responses:

1. ESI and search terms. It is taking time to pull ESI during the holidays. I don't have a precise timetable for production but you will start to receive documents as soon as possible. After the New Year's holiday, I should be able to give you more concrete information. We are using the following search terms:
 1. "Phoenix" AND ("Services" OR "Topco" OR "First Lien" OR "Credit Agreement" OR "Apollo" OR "Term Loan" OR "Revolving Credit")
 2. "Millhouse"
 3. @apollo*
 4. @phoenixservices*

Note: the domain names are being run as search terms across the entire document, not as a limiter. "Millhouse" was the project name.

2. High-level reports. I don't recall this coming up on our call but I believe such material does not exist. I will confirm.
3. Steering committee communications. This is a new question but I believe the answer is yes given the custodians and search terms we are using. I will confirm.
4. Davis Polk communications. This is a new ask but we will make a Davis Polk production.
5. Challenge period. I expect you will make whatever request you deem appropriate and everyone will review and react.

Best wishes to you for a happy new year.

Elliot

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From: Owen, Brent R. <brent.owen@squirepb.com>

Sent: Thursday, December 29, 2022 12:01 PM

To: Moskowitz, Elliot <elliot.moskowitz@davispolk.com>; Haverstick, Rebecca W. <rebecca.haverstick@squirepb.com>; Kinel, Norman N. <norman.kinel@squirepb.com>

Cc: Resnick, Brian M. <brian.resnick@davispolk.com>; McRoberts, Travis <travis.mcroberts@squirepb.com>; Chida, Zohaib <zohaib.chida@davispolk.com>; Saney, Michelle N. <michelle.saney@squirepb.com>

Subject: RE: In re: Phoenix Services Topco, LLC, Case No. 22-10906

Elliot,

Following up on your email below regarding Barclays' document review and production:

1. Review of Barclays ESI: Please advise regarding the status and expected timing of the review and production for the Barclays custodians and time periods you identify below. Additionally, we have not seen the proposed search terms you are applying to identify responsive material. The Committee reserves all rights with respect to follow up regarding additional custodians and time periods for the ESI review. The Committee expected this process to move more quickly—particularly after the Court's guidance at the December 15 hearing. It is problematic that we have not even discussed search terms. We are likely still several days, and potentially a full week, away from receiving a hit list. And all this must happen before the Committee can begin its own review as part of its investigation.
2. High-Level Reports: During our meet and confer call, we asked whether there were any high-level reports (internal within Barclays or external with Lenders) during all time periods, including the interim period that is not covered by your current searches. Your email below refers to Syndtrak postings, but that does not address the issue. Please clarify if high-level reports exist, for what time periods they exist, and how and when you intend to produce them.
3. Search for Steering Committee Communications: We now understand that there was a Steering Committee for the Phoenix Services Credit Agreement. Please advise whether you can identify the members of that committee and whether your search of Barclays ESI will include searches for Steering Committee communications.
4. Davis Polk Communications: Yes, the Committee is seeking a review and production of the Davis Polk communications referenced below. Because we have not yet seen the production of the Barclays ESI and do not have access to the records ourselves, we cannot judge whether a Barclays-only production is sufficient. We anticipate that if Davis Polk was involved in the communications as you indicate below, they would have substantive responsive correspondence that is not in the Barclays ESI.
5. Status of Barclays Productions: To date, we have received one limited production of documents from Barclays, a week ago. As noted above, the delay and slow pace of discovery has put the Committee in an untenable position with respect to its investigation and the critical case deadlines. We will need an extension of the Challenge Deadline from the Court commensurate with the lender parties' delays.

As discussed previously, the Committee reserves all rights with respect to its Document Requests. We are available to meet and confer further if needed.

Regards,

Brent



Brent R. Owen

Partner

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From: Moskowitz, Elliot <elliot.moskowitz@davispolk.com>

Sent: Tuesday, December 20, 2022 2:05 PM

To: Haverstick, Rebecca W. <rebecca.haverstick@squirepb.com>; Owen, Brent R. <brent.owen@squirepb.com>; Kinel, Norman N. <norman.kinel@squirepb.com>

Cc: Resnick, Brian M. <brian.resnick@davispolk.com>; McRoberts, Travis <travis.mcroberts@squirepb.com>; Chida, Zohaib <zohaib.chida@davispolk.com>; Saney, Michelle N. <michelle.saney@squirepb.com>

Subject: [EXT] RE: In re: Phoenix Services Topco, LLC, Case No. 22-10906

Thanks for reaching out.

Yes, we plan on making our first production this week (consisting of the documents we discussed in court and on our call).

Regarding the proposal, we have spent time discussing with Barclays and offer the following:

Custodians for the historical period: Jarek Berndt (Lev Fin) was the lead on negotiating the original credit agreement; Michael Gingue was the lead on discussions with Apollo.

Dates for historical period: The Credit Agreement was effective as of March 1, 2018 but discussions about it began well before. Therefore, we are offering July 1, 2017 as a start date, which is when those discussions began, and for the end date, we propose March 15, 2018 (i.e., 2 weeks after the agreement became effective).

Custodian for the recent period: Adeel Khalid of the special situations desk.

Dates for the recent period: Adeel reports that this matter first came to his desk only a short time before the bankruptcy filing, which is not surprising given that this was a free-fall bankruptcy. He says it first came to his desk on September 17, 2022, and the bankruptcy filing was September 27, 2022. We propose September 17, 2022 – September 27, 2022 as the dates for the recent period.

You asked if anything other than company material was posted to the lenders via Syndtrak prior the company filing for bankruptcy. I am told that this was not the case, and it was only company material that was posted, and we are producing that material in our production this week.

You asked if Davis Polk had any negotiations with Apollo's counsel in the historical period. The answer is that we did have such negotiations on behalf of Barclays. Please let us know if you are seeking a Davis Polk production or if you will be satisfied with a Barclays production for now. In any case, we can meet and confer.

Even if we reach agreement on the above, I understand that this is without prejudice to the UCC's right to seek more, and our right to resist anything further. But we have done our best to be responsive to your ESI requests and hope you can appreciate we are aiming to work in good faith.

I think the covers all the open issues but please let me know if I missed anything.

Thanks,
Elliot

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From: Haverstick, Rebecca W. <rebecca.haverstick@squirepb.com>

Sent: Tuesday, December 20, 2022 2:43 PM

To: Moskowitz, Elliot <elliott.moskowitz@davispolk.com>; Owen, Brent R. <brent.owen@squirepb.com>; Kinel, Norman N. <norman.kinel@squirepb.com>

Cc: Resnick, Brian M. <brian.resnick@davispolk.com>; McRoberts, Travis <travis.mcroberts@squirepb.com>; Chida, Zohaib <zohaib.chida@davispolk.com>; Saney, Michelle N. <michelle.saney@squirepb.com>

Subject: RE: In re: Phoenix Services Topco, LLC, Case No. 22-10906

Elliot and Team:

We write to follow up on the parties' call from Friday, December 16. You indicated that we would be receiving an email by Monday, December 19, with your proposals for the First Lien Agent's ESI collection and custodian/date search parameters. We have not received that. Please advise.

In addition, is the First Lien Agent still expecting to produce some documents this week?

Regards,



Rebecca W. Haverstick

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From: Moskowitz, Elliot <elliott.moskowitz@davispolk.com>
Sent: Thursday, December 15, 2022 9:56 PM
To: Owen, Brent R. <brent.owen@squirepb.com>; Haverstick, Rebecca W. <rebecca.haverstick@squirepb.com>; Kinel, Norman N. <norman.kinel@squirepb.com>
Cc: Resnick, Brian M. <brian.resnick@davispolk.com>; McRoberts, Travis <travis.mcroberts@squirepb.com>; Chida, Zohaib <zohaib.chida@davispolk.com>
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Thanks Brent, let's speak at noon tomorrow. We plan to produce the four categories of documents next week. As for ESI, we are interested to know if there are any limitations in your requests or are you seeking basically everything in Barclays' possession regarding this company? Any limitations, such as around time frames of interest, would be appreciated. In addition, if you could share the search terms you have negotiated with the Debtors, we can use those as a starting point.

Best,
Elliot

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From: Owen, Brent R. <brent.owen@squirepb.com>
Sent: Thursday, December 15, 2022 8:15 PM
To: Moskowitz, Elliot <elliott.moskowitz@davispolk.com>; Haverstick, Rebecca W. <rebecca.haverstick@squirepb.com>; Kinel, Norman N. <norman.kinel@squirepb.com>
Cc: Resnick, Brian M. <brian.resnick@davispolk.com>; McRoberts, Travis <travis.mcroberts@squirepb.com>; Chida, Zohaib <zohaib.chida@davispolk.com>
Subject: RE: In re: Phoenix Services Topco, LLC, Case No. 22-10906

Elliot,

We are available for a call tomorrow (Friday) at 12 noon or 3:30 pm ET. Consistent with the Court's directives at the hearing today, please advise us beforehand if possible the First Lien Agent's plan for collecting and producing documents and ESI responsive to the Committee's Requests, including (1) production of the four categories of documents you stated at the hearing you have already identified for production; (2) for the First Lien Agent's ESI, proposed custodians and search terms/parameters; and (3) the expected time frame for a rolling production of documents and ESI.

Regards,

Brent



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From: Moskowitz, Elliot <elliott.moskowitz@davispolk.com>

Sent: Thursday, December 15, 2022 2:21 PM

To: Haverstick, Rebecca W. <rebecca.haverstick@squirepb.com>; Kinel, Norman N. <norman.kinel@squirepb.com>

Cc: Resnick, Brian M. <brian.resnick@davispolk.com>; McRoberts, Travis <travis.mcroberts@squirepb.com>; Owen, Brent R. <brent.owen@squirepb.com>; Chida, Zohaib <zohaib.chida@davispolk.com>

Subject: [EXT] RE: In re: Phoenix Services Topco, LLC, Case No. 22-10906

Norm, Rebecca – congratulations on a successful hearing. Further to the judge's guidance, can we schedule a time to meet and confer further?

Thanks,
Elliot

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